


BEFORE THE NEBRASKA PUBLIC SERVICE COMMISSION

BY THE COMMISSION:

O P I N I O N A N D F I N D I N G S

 Printed with soy ink on recycled paper 

SECRETARY'S RECORD, NEBRASKA PUBLIC SERVICE COMMISSION

Application No. C-3964

Page 2

Merger Sub II, Inc. ("Merger Sub II"). According to the application, FCI and RAC entered into an Agreement whereby FCI will merge into Merger Sub I with FCI surviving, and FCI will then merge into and with Merger Sub II with Merger Sub II surviving. As a result, FCL will be a wholly-owned subsidiary of RAC. FCL will continue to offer service with no change in the name of the company, or its rate, terms, or conditions of service following consummation of the proposed transaction.

The Applicants anticipate a seamless transition and the transaction will be virtually transparent to FCL's customers. There will be no interruption of service and FCL will continue to provide telecommunications services to its customers.

The Applicants state that the transaction is in the public interest because the proposed transaction will enable FCL to obtain access to additional financial and operational resources from its new parent company. The Applicants further state that these additional resources will allow FCL to strengthen its competitive position in Nebraska to the benefit of Nebraska consumers and the competitive telecommunications marketplace.

Based on the evidence, we find the application to be fair and reasonable and in the public interest. The application should be granted.

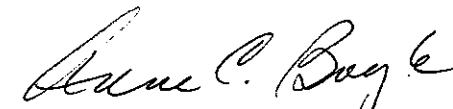
O R D E R

IT IS THEREFORE ORDERED by the Nebraska Public Service Commission that Application No. C-3964 be, and it is hereby, granted.

MADE AND ENTERED at Lincoln, Nebraska, this 29th day of October, 2008.

NEBRASKA PUBLIC SERVICE COMMISSION

COMMISSIONERS CONCURRING:


Chair

ATTEST:


Executive Director

//s// Anne C. Boyle
//s// Frank E. Landis